

**Registered Number 08019046**

**Pension Services Corporation Limited**

**Annual Report and Financial Statements  
For the year ended 31 December 2016**

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## **Pension Services Corporation Limited**

Incorporated and registered in England & Wales. Registered Number 08019046

Registered Office: The registered office of the Company is 14 Cornhill, London EC3V 3ND, United Kingdom.

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## Pension Services Corporation Limited

### Strategic report for the year ended 31 December 2016

The directors present their Strategic Report, Directors' Report and the audited financial statements for Pension Services Corporation Limited (the "Company" or "PSC") registered number 08019046 for the year ended 31 December 2016.

#### Principal activity

The principal activity of the Company is the provision of services and personnel to fellow members of the group headed by Pension Insurance Corporation Group Limited ("PICG" or the "Group"), the ultimate parent company.

PSC is a wholly owned subsidiary of PIC Holdings Limited which is a wholly owned subsidiary of PICG.

#### Business Review

The Company made a pre-tax profit for the year of £187,000 (*year ended 31 December 2015: £40,000*).

The directors do not recommend a dividend for the year.

Further details are included in the Statement of comprehensive income.

#### Strategy

The Company acts as a service provider to a number of companies within the PICG group. It sets its charging structure for services so as to ensure its own costs of providing these services are fully covered plus a margin for profit.

#### Key Performance Indicators

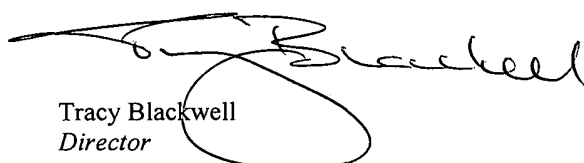
The Company has identified the following key performance indicators and performance measurement metrics that it considers relevant at this point in its development. As the business continues to develop, management will determine whether these indicators remain the most appropriate measures by which to manage the risk and profitability of the business.

|   | Year ended<br>31 December 2016 | Year ended<br>31 December 2015 |
|---|--------------------------------|--------------------------------|
| <b>Measures of profitability</b>                            |                                |                                |
| <i>Cover all costs of the business plus a profit margin</i> | Profit margin 0.28%            | Profit margin 0.07%            |

#### Principal risks and uncertainties

The principal risks affecting the Company's business and its strategy for managing those risks are set out in detail in Note 12 to the financial statements.

On behalf of the Board



Tracy Blackwell  
Director

21 March 2017

14 Cornhill  
London  
EC3V 3ND

## **Pension Services Corporation Limited**

### **Directors' report for the year ended 31 December 2016**

#### **Directors and their interests**

The directors who served during the year were:

Rob Sewell  
Tracy Blackwell

None of the directors who held office at the end of the financial year had any disclosable interest in the shares of the Company.

#### **Political contributions**

The Company made no political donations during the year.

#### **Employees**

##### *Employment of disabled persons*

It is the policy of the Company to encourage good employment practices with regard to disabled persons, in accordance with government recommended guidelines. Where existing staff become disabled, it is the policy of the Company, wherever practicable, to provide continuing employment under normal terms and conditions and to provide training, career development and promotion to disabled staff wherever appropriate.

##### *Training and development*

As part of its business planning process, the Company continues to place emphasis on the development and training of its staff, to meet its needs both now and in the future.


#### **Disclosure of Information to Auditors**

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditors are unaware; and each director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

#### **Auditor**

In accordance with section 487 of the Companies Act 2006, the auditor will be deemed to be re-appointed and KPMG LLP will therefore continue in office.

On behalf of the Board



Tracy Blackwell  
Director

14 Cornhill  
London  
EC3V 3ND

21 March 2017

## **Pension Services Corporation Limited**

### **Statement of Directors' responsibilities in respect of the Strategic report, Directors' report and the financial statements**

The directors are responsible for preparing the Strategic Report, Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with International Financial Reporting Standards ("IFRSs") as adopted by the European Union ("EU") and applicable law.

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that year. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and estimates that are reasonable and prudent;
- state whether they have been prepared in accordance with IFRSs as adopted by the EU; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the UK governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

## **Report of KPMG LLP to the members of Pension Services Corporation Limited**

### **Independent Auditor's Report to the members of Pension Services Corporation Limited.**

We have audited the financial statements of Pension Services Corporation Limited for the year ended 31 December 2016 set out on pages 8 to 20. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the EU.

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

#### **Respective responsibilities of directors and auditor**

As explained more fully in the Directors' Responsibilities Statement set out on page 5, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit, and express an opinion on, the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

#### **Scope of the audit of the financial statements**

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at [www.frc.org.uk/auditscopeukprivate](http://www.frc.org.uk/auditscopeukprivate).

#### **Opinion on financial statements**

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2016 and of its profit for the year then ended;
- have been properly prepared in accordance with IFRS as adopted by the EU; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

#### **Opinion on other matter prescribed by the Companies Act 2006**

In our opinion the information given in the Strategic Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Based solely on the work required to be undertaken in the course of the audit of the financial statements and from reading the Strategic report and the Directors' report:

- we have not identified material misstatements in those reports; and
- in our opinion, those reports have been prepared in accordance with the Companies Act 2006.

## **Report of KPMG LLP to the members of Pension Services Corporation Limited**

### **Independent Auditor's Report to the members of Pension Services Corporation Limited.**

#### **Matters on which we are required to report by exception**

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

*M Wilson*

**Mostyn Wilson (Senior Statutory Auditor)  
for and on behalf of KPMG LLP, Statutory Auditor**

*Chartered Accountants*

KPMG LLP  
15 Canada Square,  
London,  
E14 5GL

21 March 2017

## Pension Services Corporation Limited

### Statement of comprehensive income for the year 31 December 2016

|                            | Note | Year ended<br>31 December 2015<br>£000 | Year ended<br>31 December 2014<br>£000 |
|----------------------------|------|--|--|
| Revenue                    |      | 66,450                                 | 59,642                                 |
| Operating expenses         | 2-4  | (66,263)                               | (59,602)                               |
|                            |      | <hr/>                                  | <hr/>                                  |
| Profit before taxation     |      | 187                                    | 40                                     |
| Tax credit/(charge)        | 5    | 671                                    | (131)                                  |
|                            |      | <hr/>                                  | <hr/>                                  |
| Profit/(Loss) for the year |      | 858                                    | (91)                                   |
| Other comprehensive income |      | -                                      | -                                      |
|                            |      | <hr/>                                  | <hr/>                                  |
| Total comprehensive income |      | 858                                    | (91)                                   |
|                            |      | <hr/>                                  | <hr/>                                  |

The amounts shown above are in respect of continuing operations.

The accounting policies and notes on pages 12 to 20 form an integral part of these financial statements.

## Pension Services Corporation Limited

### Statement of changes in equity for the year ended 31 December 2016

| 31 December 2016                        | Share<br>Capital<br>£000 | Retained<br>profit<br>£000 | Total<br>£000 |
|---|--------------------------|----------------------------|---------------|
| At beginning of year                    | 1                        | 120                        | 121           |
| Total comprehensive income for the year | -                        | 858                        | 858           |
|   | <hr/>                    | <hr/>                      | <hr/>         |
| At end of year                          | 1                        | 978                        | 979           |
|   | <hr/>                    | <hr/>                      | <hr/>         |

| 31 December 2015                        | Share<br>Capital<br>£000 | Retained<br>profit<br>£000 | Total<br>£000 |
|---|--------------------------|----------------------------|---------------|
| At beginning of year                    | 1                        | 211                        | 212           |
| Total comprehensive income for the year | -                        | (91)                       | (91)          |
|   | <hr/>                    | <hr/>                      | <hr/>         |
| At end of year                          | 1                        | 120                        | 121           |
|   | <hr/>                    | <hr/>                      | <hr/>         |

The accounting policies and notes on pages 12 to 20 form an integral part of these financial statements.

## Pension Services Corporation Limited

### Statement of financial position as at 31 December 2016

|                                     | <i>Note</i> | 31 December 2016 |        | 31 December 2015 |        |
|-------------------------------------|-------------|------------------|--------|------------------|--------|
|                                     |             | £000             | £000   | £000             | £000   |
| <b>Non-current assets</b>           |             |                  |        |                  |        |
| Property, plant and equipment       | 6           | 321              |        | 289              |        |
| Intangible assets                   | 7           | 45               |        | 280              |        |
| Deferred tax asset                  | 9           | 252              |        | 18               |        |
|                                     |             |                  |        |                  |        |
|                                     |             |                  | 618    |                  | 587    |
| <b>Current assets</b>               |             |                  |        |                  |        |
| Trade and other receivables         | 8           | 23,560           |        | 27,845           |        |
| Current taxation                    |             | 453              |        | -                |        |
| Cash and cash equivalents           |             | 8,201            |        | 4,301            |        |
|                                     |             |                  |        |                  |        |
|                                     |             |                  | 32,214 |                  | 32,146 |
|                                     |             |                  |        |                  |        |
| <b>Total Assets</b>                 |             |                  | 32,832 |                  | 32,733 |
|                                     |             |                  |        |                  |        |
| <b>Equity</b>                       |             |                  |        |                  |        |
| Share capital                       | 13          | 1                |        | 1                |        |
| Retained profit                     | 14          | 978              |        | 120              |        |
|                                     |             |                  |        |                  |        |
| <b>Total Equity</b>                 |             |                  | 979    |                  | 121    |
|                                     |             |                  |        |                  |        |
| <b>Current Liabilities</b>          |             |                  |        |                  |        |
| Trade and other payables            | 10          | 758              |        | 872              |        |
| Accruals                            | 11          | 31,095           |        | 31,595           |        |
| Current taxation                    |             | -                |        | 145              |        |
| Deferred tax liability              | 9           | -                |        | -                |        |
|                                     |             |                  |        |                  |        |
| <b>Total Liabilities</b>            |             |                  | 31,853 |                  | 32,612 |
|                                     |             |                  |        |                  |        |
| <b>Total Equity and Liabilities</b> |             |                  | 32,832 |                  | 32,733 |

The accounting policies and notes on pages 12 to 20 form an integral part of these financial statements.

The financial statements were approved by the directors on 21 March 2017 and were signed on its behalf by:



Rob Sewell  
Director

Registered Number 08019046

# Pension Services Corporation Limited

## Statement of cash flows for the year ended 31 December 2016

|   | Note | Year ended<br>31 December 2016<br>£000 | Year ended<br>31 December 2015<br>£000 |
|---|------|--|--|
| <b>Cash flows from operating activities</b>                 |      |  |  |
| Profit/(Loss) for the year                                  |      | 858                                    | (91)                                   |
| <b>Adjustments for non-cash movements:</b>                  |      |  |  |
| Depreciation  |      | 235                                    | 301                                    |
| Amortisation of intangible assets                           |      | 235                                    | 389                                    |
| Movement in tax provisions                                  |      | (671)                                  | 131                                    |
|   |      | (201)                                  | 821                                    |
| <b>Changes in operating assets and liabilities</b>          |      |  |  |
| Decrease/(Increase) in receivables                          |      | 4,285                                  | (9,438)                                |
| Decrease in other payables                                  |      | (114)                                  | (79)                                   |
| (Decrease)/Increase in accruals                             |      | (500)                                  | 6,618                                  |
|   |      | 3,671                                  | (2,899)                                |
| <b>Cash inflow from operating activities</b>                |      | <b>4,328</b>                           | <b>(2,169)</b>                         |
| <b>Investing activities</b>                                 |      |  |  |
| Acquisition of tangible fixed assets                        |      | (267)                                  | (74)                                   |
| Acquisition of intangible assets                            |      | -                                      | (86)                                   |
| <b>Cash outflow from investing activities</b>               |      | <b>(267)</b>                           | <b>(160)</b>                           |
| <b>Taxation</b>   |      |  |  |
| Taxation paid   |      | (161)                                  | (84)                                   |
| <b>Net (decrease)/increase in cash and cash equivalents</b> |      | <b>3,900</b>                           | <b>(2,413)</b>                         |
| Cash and cash equivalents at beginning of year              |      | 4,301                                  | 6,714                                  |
| <b>Cash and cash equivalents at end of year</b>             |      | <b>8,201</b>                           | <b>4,301</b>                           |

The accounting policies and notes on pages 12 to 21 form an integral part of these financial statements.

## **Pension Services Corporation Limited**

### **Notes to the financial statements for the year ended 31 December 2016**

#### **1. Accounting policies**

##### **(a) Basis of preparation**

The financial statements have been prepared in accordance with the International Financial Reporting Standards ("IFRSs") as adopted by the European Union ("EU") and those parts of the Companies Act 2006 applicable to companies reporting under IFRS.

The Company has applied all IFRSs and interpretations that are adopted by the EU and are effective for accounting periods beginning on or after 1 January 2016. There is no material effect on the results of the Company arising from the implementation of these standards.

The Company has not adopted the following standards which are not yet mandatory:

*IFRS 9 – Financial Instruments – not yet endorsed by the EU, effective for accounting periods beginning on or after 1 January 2018.*

The financial instruments held by the Company are classified as fair value through profit and loss, therefore the adoption of the standard will not have material impact on the results of the Company.

*IFRS 15 – Revenue from Contracts with Customers – not yet endorsed by the EU, effective for accounting periods beginning on or after 1 January 2018.*

The Company's principal source of revenue arises from recharges to the Group companies in respect of the services provided by the Company. The recognition criteria for this type of revenue remains the same under the new standard, therefore, the adoption of the standard is not expected to have a material impact on the results of the Company.

*IFRS 16 – Leases – not yet endorsed by the EU, effective for accounting periods beginning on or after 1 January 2019.*

As disclosed in Note 14, the Company has operating lease liabilities amounting to £16m. On adoption of the standard, these lease liabilities are expected to be recognised on the Statement of financial position as an asset with a corresponding liability of equal value.

The financial statements have been prepared on a going concern basis.

##### **(b) Revenue**

Revenue comprises amounts invoiced for services provided by the Company exclusive of value added tax.

##### **(c) Property, plant and equipment**

Property, plant and equipment are stated at cost less accumulated depreciation and impairment losses.

Depreciation is charged to write off the cost, less any residual value, of property, plant and equipment to the Statement of comprehensive income on a straight-line basis over the estimated useful lives of each part of an item. Land is not depreciated. The estimated useful lives are as follows:

|                        |   |
|------------------------|---|
| Office equipment       | - 3 years                                       |
| Leasehold improvements | - equal installments over the term of the lease |
| Fixtures and fittings  | - equal installments over the term of the lease |

## **Pension Services Corporation Limited**

### **Notes to the financial statements for the year ended 31 December 2016 (continued)**

#### **1. Accounting policies (continued)**

##### **(d) Intangible assets**

Intangible assets comprise software that is separable and not integral to hardware platforms. Software is stated at cost less accumulated amortisation and impairment losses. Externally acquired computer software is capitalised and amortised on a straight-line basis over its useful economic life of 3 years.

Costs relating to development of software for internal use are capitalised once the software is technically feasible and the Group has sufficient resources to complete development. When the software is available for its intended use, these costs are amortised over the estimated useful life of the software.

##### **(e) Cash and cash equivalents**

Cash and cash equivalents consist of cash balances, including any overdrawn balances, and deposits held at call with banks with less than 90 days maturity from date of acquisition.

##### **(f) Foreign currencies**

The functional currency of the Company is pounds sterling. The Company has chosen to present its financial statements in this currency.

Assets and liabilities denominated mainly in a foreign currency are translated into the functional currency at the foreign exchange rate ruling at the end of the financial year. All revenue and expense items are reflected in the Statement of comprehensive income at the rate effective at the date the transaction took place.

##### **(g) Taxation**

Current taxation is provided on taxable profits at the corporation tax rate ruling in the year they are earned.

Deferred tax is provided on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates ruling at the date the timing difference is expected to reverse.

A deferred tax asset is recognised only to the extent that it is probable that future profits will be available against which the asset can be utilised.

##### **(h) Accruals**

Accruals are made for the costs and expenses that have been incurred but for which no invoices have been received prior to the reporting period end.

##### **(i) Employee benefits**

###### *Defined contribution pension plan*

The Company operates a defined contribution pension plan into which the Company contributes 8% if the employee makes a minimum contribution of 2% of qualifying salary. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in the Statement of comprehensive income in the period during which the related services are rendered by employees.

##### **(j) Operating lease payments**

Payments made under operating leases are recognised in the income statement on a straight-line basis over the term of the lease. Lease incentives received are recognised in the Statement of comprehensive income as an integral part of the total lease expense and are spread on a straight-line basis over the lease term.

## Pension Services Corporation Limited

### Notes to the financial statements for the year ended 31 December 2016 (continued)

#### 2. Operating expenses

Operating expenses include the following charges:

|   | Year ended<br>31 December 2016<br>£000 | Year ended<br>31 December 2015<br>£000 |
|---|--|--|
| Depreciation of property, plant and equipment | 235                                    | 301                                    |
| Amortisation of intangible assets             | 235                                    | 389                                    |
| Auditor's remuneration                        |  |  |
| - Audit of these financial statements         | 19                                     | 19                                     |
|   | <u>          </u>                      | <u>          </u>                      |

All depreciation of property, plant and equipment relates to assets owned by the Company.

#### 3. Staff headcount and expenses

The average number of persons employed by the Company (including directors) during the year, analysed by category, was as follows:

|           | Year ended<br>31 December 2016<br>No | Year ended<br>31 December 2015<br>No |
|-----------|--------------------------------------|--------------------------------------|
| Employees | 139                                  | 122                                  |
| Directors | 2                                    | 2                                    |
|           | <u>          </u>                    | <u>          </u>                    |

The aggregate payroll cost of these persons was as follows:

|                       | Year ended<br>31 December 2016<br>£000 | Year ended<br>31 December 2015<br>£000 |
|-----------------------|--|--|
| Wages and salaries    | 21,269                                 | 18,565                                 |
| Social security costs | 3,401                                  | 2,392                                  |
| Pension costs         | 955                                    | 822                                    |
|                       | <u>          </u>                      | <u>          </u>                      |
|                       | 25,625                                 | 21,779                                 |
|                       | <u>          </u>                      | <u>          </u>                      |

All of the above costs were recharged to Group companies and other customers from outside the Group.

#### 4. Directors' emoluments

|                       | Year ended<br>31 December 2016<br>£000 | Year ended<br>31 December 2015<br>£000 |
|-----------------------|--|--|
| Directors' emoluments | 40                                     | 40                                     |
| Pension contributions | -                                      | -                                      |
|                       | <u>          </u>                      | <u>          </u>                      |
|                       | 40                                     | 40                                     |
|                       | <u>          </u>                      | <u>          </u>                      |

## Pension Services Corporation Limited

### Notes to the financial statements for the year ended 31 December 2016 (continued)

#### 4. Directors' emoluments (continued)

All directors of the Company provide services to the Company and other Group entities. Of the total emoluments paid to them by the Company, £40,000 was attributed to their activity as Directors of PSC.

The aggregate emoluments of the highest paid director were £20,000 (2015: £20,000).

Two Directors had money paid to a money purchase pension scheme or were provided a cash alternative where their lifetime limit had been reached (2015: three). None of these pension contributions were deemed to be in respect of their services to the Company (2015: None).

#### 5. Corporation tax

|   | Year ended<br>31 December 2016<br>£000 | Year ended<br>31 December 2015<br>£000 |
|---|--|--|
| <b>Current taxation</b>   |  |  |
| Corporation tax (refundable)/payable for the current year         | (437)                                  | 152                                    |
| <b>Total current tax</b>  | <b>(437)</b>                           | <b>152</b>                             |
| <b>Deferred taxation</b>  |  |  |
| Recognition of deferred tax asset on temporary timing differences | (234)                                  | (21)                                   |
| <b>Total deferred tax</b>   | <b>(234)</b>                           | <b>(21)</b>                            |
| <b>Tax (credit)/charge</b>  | <b>(671)</b>                           | <b>131</b>                             |

The current tax charge for the year is lower (2015: higher) than the standard rate of corporation tax in the United Kingdom of 20% (2015: 20.25%). The differences are explained below:

|  | Year ended<br>31 December 2016<br>£000 | Year ended<br>31 December 2015<br>£000 |
|--|--|--|
| <i>Reconciliation of total income to the applicable tax rate</i> |  |  |
| Profit before taxation   | 187                                    | 40                                     |
| Corporation tax at 20% (2015: 20.25%)                            | 37                                     | 8                                      |
| <i>Effects of:</i>   |  |  |
| Expenses not deductible for tax purposes                         | 284                                    | 116                                    |
| Share based payment deduction                                    | (1,008)                                | -                                      |
| Prior year under/(over) provision                                | 22                                     | 7                                      |
| Group losses relieved  | (6)                                    | -                                      |
| <b>Corporation tax charge</b>                                    | <b>(671)</b>                           | <b>131</b>                             |

#### *Factors that may affect future tax charges*

UK corporation tax rates are 20% from 1 April 2015 (enacted 17 July 2013), 19% from 1 April 2017 (enacted 18 November 2015) and 17% from 1 April 2020 (enacted 15 September 2016). These rates will reduce the Company's future current tax charge accordingly. The deferred tax liability at 31 December 2016 has been calculated based on these rates.

## Pension Services Corporation Limited

### Notes to the financial statements for the year ended 31 December 2016 (continued)

#### 6. Property, plant and equipment

|   |              |
|---|--------------|
| Property, fixtures,<br>equipment and vehicles | 2016<br>£000 |
| <i>Cost</i>                                   |              |
| At beginning of year                          | 1,804        |
| Additions during the year                     | 267          |
|   | <hr/>        |
| At end of year                                | 2,071        |
|   | <hr/>        |
| <i>Depreciation</i>                           |              |
| At beginning of year                          | 1,515        |
| Charge for the year                           | 235          |
|   | <hr/>        |
| At end of year                                | 1,750        |
|   | <hr/>        |
| <i>Net book value</i>                         |              |
| 31 December 2016                              | 321          |
|   | <hr/>        |
| 31 December 2015                              | 289          |
|   | <hr/>        |

#### 7. Intangible assets

|                           |              |
|---------------------------|--------------|
| Computer software         | 2016<br>£000 |
| <i>Cost</i>               |              |
| At beginning of year      | 2,158        |
| Additions during the year | -            |
|                           | <hr/>        |
| At end of year            | 2,158        |
|                           | <hr/>        |
| <i>Depreciation</i>       |              |
| At beginning of year      | 1,878        |
| Charge for the year       | 235          |
|                           | <hr/>        |
| At end of year            | 2,113        |
|                           | <hr/>        |
| <i>Net book value</i>     |              |
| 31 December 2016          | 45           |
|                           | <hr/>        |
| 31 December 2015          | 280          |
|                           | <hr/>        |

## Pension Services Corporation Limited

### Notes to the financial statements for the year ended 31 December 2016 (continued)

#### 8. Trade and other receivables

|  | 31 December 2016<br>£000 | 31 December 2015<br>£000 |
|--|--------------------------|--------------------------|
| Amounts due from fellow group undertakings | 19,740                   | 26,370                   |
| Other debtors                              | 2,165                    | 73                       |
| Prepayments                                | 1,655                    | 1,402                    |
|  | <u>23,560</u>            | <u>27,845</u>            |

All amounts due from fellow group companies are due within one year. The balance includes £18,793,000 (2015: £26,319,000) due from PIC for services provided during the year. Details of balances with other group companies are included in note 15.

£2,123,000 of the balance included within Other debtors are the amounts owed by the Company employees in relation to the personal tax settled by the Company on their behalf upon exercise of the share option awards in 2016, of which £383,000 relates to the directors of the Company. (2015: £nil).

#### 9. Deferred tax

At 31 December 2016 the Company's deferred tax balances calculated in accordance with IAS 12 "Income Taxes" were as follows:

|                         | Asset<br>£'000 | Liability<br>£'000 | Total<br>£'000 |
|-------------------------|----------------|--------------------|----------------|
| <b>31 December 2016</b> |                |                    |                |
| Additional reserves     | 252            | -                  | 252            |
|                         | <u>252</u>     | <u>-</u>           | <u>252</u>     |
| <b>31 December 2015</b> |                |                    |                |
| Additional reserves     | 18             | -                  | 18             |
|                         | <u>18</u>      | <u>-</u>           | <u>18</u>      |

The movement in the deferred tax balance during the year was as follows:

|   | 31 December 2016<br>£'000 | 31 December 2015<br>£'000 |
|---|---------------------------|---------------------------|
| <b>At beginning of year</b>                                       | 18                        | (3)                       |
| Recognition of deferred tax asset on temporary timing differences | 234                       | 21                        |
|   | <u>252</u>                | <u>18</u>                 |
| <b>At end of year</b>   | 252                       | 18                        |

Deferred tax assets are recognised to the extent that they are regarded as recoverable, that is to the extent that, on the basis of all available evidence, it can be regarded as more likely than not that sufficient future taxable profits will arise from which the underlying temporary differences can be deducted.

At 31 December 2016, an unrecognised deferred tax asset of £2,879,000 exists within the Group, representing an estimate of the potential future tax deduction available on vesting of existing share incentive schemes.

The Company has no other timing differences or tax losses carried forward at 31 December 2016 which may give rise to reduced tax charges in future periods (2015: nil).

## Pension Services Corporation Limited

### Notes to the financial statements for the year ended 31 December 2016 (continued)

#### 10. Trade and other payables

|                                 | 31 December 2016<br>£000 | 31 December 2015<br>£000 |
|---------------------------------|--------------------------|--------------------------|
| Trade payables                  | 151                      | 364                      |
| Other taxes and social security | 607                      | 508                      |
|                                 | <u>758</u>               | <u>872</u>               |

#### 11. Accruals

|                                   | 31 December 2016<br>£000 | 31 December 2015<br>£000 |
|-----------------------------------|--------------------------|--------------------------|
| Operating expenses of the Company | 31,095                   | 31,595                   |
|                                   | <u>31,595</u>            | <u>31,595</u>            |

#### 12. Risk management

As a provider of services and personnel to a number of companies, both related and external to the Group, the Company's business involves the acceptance and management of risk to achieve its strategic objectives.

The principal risk factors which affect the Company's operating results and financial condition are financial risks which include credit risk and liquidity risk, and other risks which include staff capabilities and operational risk.

The directors have overall responsibility for the management of the exposure to these risks.

##### *Credit risk*

Credit risk is the risk of loss due to the default of another party in performing its financial obligations to the Company.

The Company's main customer is PIC which is authorised by the Prudential Regulatory Authority ("PRA") to write long term insurance business. As a result PIC is subject to the regulatory capital requirements set by the PRA for all member firms that set a minimum ratio by which the assets of members firms must exceed their liabilities. PIC continually monitors its compliance with the requirements so as to ensure it can meet its liabilities, including amounts due to PSC for services.

##### *Liquidity risk*

The Company incurs many of its expenses in advance of billing its customers. The potential liquidity risk is managed within a flexible group funding strategy on the basis of the Company's cash flow forecasts which ensure that cash for services provided is received in time for payments in respect of salaries and suppliers to be settled on a timely basis.

##### *Staff capabilities and retention*

The Company recognises that it must continue to attract, retain and motivate the best staff with the right capabilities at all levels of the business. The Company redrafted its staff policy in November 2016. It is committed to reviewing these policies on a regular basis and investing in training, development, succession planning and financial incentives for staff.

## Pension Services Corporation Limited

### Notes to the financial statements for the year ended 31 December 2016 (continued)

#### 12. Risk management (continued)

##### *Operational risk*

Operational risk is the potential for loss resulting from inadequate or failed internal processes, people and systems, or from external events. The Company's internal control processes are supported by the maintenance of a central risk register and an independent internal audit review. The risk of internal fraud is managed through a number of processes including the screening of staff at recruitment, a continuous training programme, segregation of duties and whistle-blowing policies.

The Company has significant outsourcing arrangements for the administration of payrolls and certain other functions. These arrangements are subject to agreements with formal service levels, operate within agreed authority limits and are subject to regular review by senior management.

Emergency and business continuity plans have also been established to counter external occurrences which may disrupt the business.

#### 13. Share capital

The allotted, called up and fully paid share capital of the Company is:

|   | 31 December 2016<br>£000 | 31 December 2015<br>£000 |
|---|--------------------------|--------------------------|
| <b>Allotted, called up and fully paid</b> |                          |                          |
| 1,000 ordinary shares of £1 each          | 1                        | 1                        |
|   | <hr/>                    | <hr/>                    |

#### 14. Reserves

| <b>Retained profit</b>     | 31 December 2016<br>£000 | 31 December 2015<br>£000 |
|----------------------------|--------------------------|--------------------------|
| At beginning of year       | 120                      | 211                      |
| Total comprehensive income | 858                      | (91)                     |
|                            | <hr/>                    | <hr/>                    |
| <b>At end of year</b>      | <b>978</b>               | <b>120</b>               |
|                            | <hr/>                    | <hr/>                    |

#### 15. Financial commitments and contingencies

##### **Operating Lease Commitment**

Operating lease rentals commitments arise where the company is the lessee in respect of non-cancellable operating lease agreements. Payments made under operating leases (net of any incentives received from the lessor) are charged to the profit and loss on a straight-line basis over the period of the lease.

The future aggregate minimum lease payments under non-cancellable operating leases are as follows:

|   | 31 December<br>2016<br>£000s | 31 December<br>2015<br>£000s |
|---|------------------------------|------------------------------|
| Not later than 1 year                       | 989                          | 1,356                        |
| Later than 1 year and no later than 5 years | 8,958                        | 139                          |
| Later than 5 years                          | 5,736                        | -                            |
|   | <hr/>                        | <hr/>                        |
| <b>Total Minimum Lease Payments</b>         | <b>15,683</b>                | <b>1,495</b>                 |
|   | <hr/>                        | <hr/>                        |

## **Pension Services Corporation Limited**

### **Notes to the financial statements for the year ended 31 December 2016 (continued)**

#### **16. Related party transactions**

Throughout the year ended 31 December 2016, the Company was part of a group headed by PICG. This is the largest group of which the Company is a member and for which group financial statements are prepared.

The directors therefore regard PICG as the ultimate parent and ultimate controlling party and all other entities within this group to be related parties.

##### **a) Transactions with PIC**

The Company is a provider of services and personnel to PIC. The total amount invoiced to PIC for the services received during the year was £62,512,000 (2015: £59,550,000). At 31 December 2016 the Company had an outstanding debt due from PIC of £18,793,000 (2015: £26,319,000) in respect of the charge for services provided during the year. This amount is due within one year.

##### **b) Transactions with Pension Security Insurance Corporation (PSIC)**

During the year the Company made no charges to PSIC (2015: £17,000). At 31 December the Company was owed £nil (2015: £nil). PSIC is in the process of being wound up, in connection with the group restructure that took place in the prior year.

##### **c) Transactions with PICG**

During the year the Company made charges to PICG totalling £3,938,000 (2015: £nil). The Company has an outstanding debt of £947,000 (2015: £52,000) due from PICG at 31 December 2016.

##### **d) Transactions with Directors**

During the year, certain share based payment schemes operated by PICG in respect of employees of the Company have vested. Two directors of the Company were participants in these schemes and received a total of 8,190,779 ordinary shares of PICG upon vesting in line with the scheme rules.

The amounts owed by the directors to the company in relation to personal tax settled by the company on their behalf are disclosed in Note 8.

#### **17. Parent company and ultimate controlling party**

The Company is a wholly owned subsidiary of PIC Holdings Limited, which is incorporated in England and Wales.

The directors regard Pension Insurance Corporation Group Limited, a limited company incorporated in England, as the ultimate parent undertaking and ultimate controlling party for which group financial statements are prepared.

The consolidated financial statements of Pension Insurance Corporation Group Limited are available to the public and may be obtained from 14 Cornhill, London, EC3V 3ND.